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DECLARATION AND POWER OF ATTORNEY

Attorney's Docket No. 08286.105004

In re Application of: Stephen A. Thomas; Kevin Bourg; Joe Caltagirone; Patrick W. Quinn; James O. Farmer;
John J. Kenny; Thomas A. Tighe; Paul F. Whittlesey; and Emmanuel A. Vella

As a below named inventor, I hereby declare that my residence, post office address and citizenship are as stated below next to my name. I believe I am a original, first and joint inventor) of the subject matter which is claimed and for which a patent is sought on the invention entitled: **Method and System for Processing Downstream Packets of an Optical Network**, the specification of which was filed with the U.S. Patent and Trademark Office on October 26, 2001 and assigned U.S. Serial No. 10/045,652.

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above. I do not know and do not believe that the same was ever known or used by others in the United States of America before my or our invention thereof, or patented or described in any printed publication in any country before my or our invention thereof or more than one year prior to the date of this application. I further state that the invention was not in public use or on sale in the United States of America more than one year prior to the date of this application. *I understand that I have a duty of candor and good faith toward the Patent and Trademark Office, and I acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, §1.56.*

I hereby claim foreign priority benefits under Title 35, United States Code, §119 (a)-(d) of the foreign application(s) for patent or inventor's certificate listed below, and have also identified below any foreign application for patent or inventor's certificate disclosing subject matter in common with the above-identified specification and having a filing date before that of the application on which priority is claimed:

Application No.	Country	Filing Date	Priority Claimed Under 35 USC §119 (a)-(d)
			Yes No
60/244,052		October 26, 2000	60/258,837 December 28, 2000
(Application No.)		(Filing Date)	(Application No.) (Filing Date)
60/243,978		October 27, 2000	60/289,112 May 8, 2001
(Application No.)		(Filing Date)	(Application No.) (Filing Date)

I hereby claim the benefit under Title 35, United States Code, §120 of any United States application(s) listed below and, insofar as the subject matter disclosed and claimed in the present application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code §112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, §1.56 which became available between the filing date of the prior application and the national or PCT international filing date of this application:

Application Serial No.	Filing Date	Status: patented, pending, abandoned
09/899,410	July 5, 2001	pending

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Send correspondence to: **King & Spalding**, Customer No. 20786
191 Peachtree Street, N.E., 45th Floor
Atlanta, Georgia 30303
Direct telephone calls at (404) 572-4600
Steven P. Wigmore, Esq.

Full name of first inventor: Stephen A. Thomas	Citizenship: U.S.
Inventor's signature <i>Stephen A. Thomas</i>	Date: 18 June 2002
Residence and Post Office Address: 4397 Windsor Oaks Circle, Marietta, GA 30350	

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Direct telephone calls at (404) 572-4600
Steven P. Wigmore, Esq.

Full name of second inventor: Kevin Bourg	Citizenship: U.S.
Inventor's signature <i>Kevin Bourg</i>	Date: 6/3/02
Residence and Post Office Address: 1075 Windward Ridge Parkway, Suite 170, Alpharetta, GA 30005	

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			Yes <input type="checkbox"/> No <input type="checkbox"/>

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Direct telephone calls at (404) 572-4600

Steven P. Wigmore, Esq.

Full name third inventor: Joe Caltagirone	Citizenship: U.S.
Inventor's signature <i>Joseph Calt</i>	Date: <i>6/16/02</i>
Residence and Post Office Address: 1075 Windward Ridge Parkway, Suite 170, Alpharetta, GA 30005	

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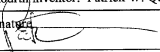
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Direct telephone calls at (404) 572-4600
Steven P. Wigmore, Esq.

Full name of fourth inventor: Patrick W. Quinn	Citizenship: U.S.
Inventor's signature: 	Date: 6/12/02
Residence and Post Office Address: 1226 Sunrise Ridge Drive, Lafayette, California 94549	

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Steven P. Wigmore, Esq.

Full name of fifth inventor: James O. Farmer

Citizenship: U.S.

Inventor's signature

Date: 6/3/02

Residence and Post Office Address: 3602 Preston Court, Lilburn, Georgia 30047

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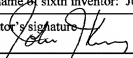
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Steven P. Wigmore, Esq.

Full name of sixth inventor: John J. Kenny	Citizenship: U.S.
Inventor's signature: 	Date: June 3, 2002
Residence and Post Office Address: 5590 Trion Cove, Norcross, Georgia 30092	

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<u>09/899,410</u>	<u>July 5, 2001</u>	<u>pending</u>

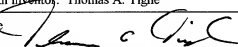
I further declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patents issuing thereon.

POWER OF ATTORNEY: The following are hereby appointed to prosecute this application and transact all business in the Patent and Trademark Office connected therewith: Sherry M. Knowles-33,052; W. Scott Petty-35,645; Clark G. Sullivan-36,942; Holmes J. Hawkins-38,913; Steven P. Wigmore-40,447; Lisa K. Norton-44,977; Charles E. Peeler-45,004; Joseph M. Bennett-Paris-47,226; A. Shane Nichols-43,836; William O. Isaacs II-44,165; Josephine Young-P-48,308; Robert T. Neufeld-P-48,394.

Send correspondence to: **King & Spalding**, Customer No. 20786
191 Peachtree Street, N.E., 45th Floor
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Direct telephone calls at (404) 572-4600

Steven P. Wigmore, Esq.

Full name of seventh inventor: Thomas A. Tighe	Citizenship: U.S.
Inventor's signature 	Date: 6/3/2002
Residence and Post Office Address: 330 Oakridge Terrace, Alpharetta, Georgia 30005	

DECLARATION AND POWER OF ATTORNEY

Attorney's Docket No. 08286.105004

In re Application of: Stephen A. Thomas; Kevin Bourg; Joe Caltagirone; Patrick W. Quinn; James O. Farmer; John J. Kenny; Thomas A. Tighe; Paul F. Whittlesey; and Emmanuel A. Vella

As a below named inventor, I hereby declare that my residence, post office address and citizenship are as stated below next to my name. I believe I am an original, first and joint inventor of the subject matter which is claimed and for which a patent is sought on the invention entitled: **Method and System for Processing Downstream Packets of an Optical Network**, the specification of which was filed with the U.S. Patent and Trademark Office on October 26, 2001 and assigned U.S. Serial No. 10/045,652.

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above. I do not know and do not believe that the same was ever known or used by others in the United States of America before my or our invention thereof, or patented or described in any printed publication in any country before my or our invention thereof or more than one year prior to the date of this application. I further state that the invention was not in public use or on sale in the United States of America more than one year prior to the date of this application. *I understand that I have a duty of candor and good faith toward the Patent and Trademark Office*, and I acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, §1.56.

I hereby claim foreign priority benefits under Title 35, United States Code, §119 (a)-(d) of the foreign application(s) for patent or inventor's certificate listed below, and have also identified below any foreign application for patent or inventor's certificate disclosing subject matter in common with the above-identified specification and having a filing date before that of the application on which priority is claimed:

Application No.	Country	Filing Date	Priority Claimed Under 35 USC §119 (a)-(d)
_____	_____	_____	Yes _____ No _____

I hereby claim the benefit under Title 35, United States Code, § 119(e) of any United States provisional application(s) listed below:

60/244,052 (Application No.)	October 26, 2000 (Filing Date)	60/258,837 (Application No.)	December 28, 2000 (Filing Date)
60/243,978 (Application No.)	October 27, 2000 (Filing Date)	60/289,112 (Application No.)	May 8, 2001 (Filing Date)

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Application Serial No.	Filing Date	Status: patented, pending, abandoned
09/899,410	July 5, 2001	pending

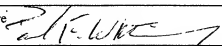
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Direct telephone calls at (404) 572-4600

Steven P. Wigmore, Esq.

Full name of eight inventor: Paul F. Whittlesey	Citizenship: U.S.
Inventor's signature 	Date: 6/19/02
Residence and Post Office Address: 1061 Secret Trail, Sugar Hill, Georgia 30518	

DECLARATION AND POWER OF ATTORNEY

Attorney's Docket No. 08286.105004

In re Application of: **Stephen A. Thomas; Kevin Bourg; Joe Caltagirone; Patrick W. Quinn; James O. Farmer; John J. Kenny; Thomas A. Tighe; Paul F. Whittlesey; and Emmanuel A. Vella**

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			Yes No

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Steven P. Wigmore, Esq.

Full name of ninth inventor: Emmanuel A. Vella	Citizenship: <u>28 AUSTRALIAN</u>
Inventor's signature <u>M. Vella</u>	Date: <u>6/18/02</u>
Residence and Post Office Address: 5505 Timson Lane, Alpharetta, Georgia 30022	